

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

IN RE: MBNA CORPORATION
DERIVATIVE AND CLASS
LITIGATION

Lead Case No. 05cv327 (GMS)

This Document Relates To:

ALL ACTIONS.

ORDER

WHEREAS, on January 20, 2006, the Outside Director defendants (the “Outside Directors”) filed a Motion to Dismiss (D.I. 42) in the above-captioned derivative and class litigation;

WHEREAS, on April 5, 2006, briefing on the Outside Directors' motion was completed by the parties;

WHEREAS, on April 21, 2006, the plaintiffs filed a Motion for Leave to File a Sur-Reply (D.I. 55);

WHEREAS, on November 27, 2006 the court issued an Order (D.I. 59) granting the plaintiffs' motion;

WHEREAS, on December 11, 2006, the plaintiffs filed their sur-reply;

WHEREAS, on December 18, 2006, the Outside Directors filed a Motion for Leave to File a Response to the Plaintiffs' Sur-Reply (D.I. 63), in order to respond to arguments raised by the plaintiffs in their sur-reply;

WHEREAS, the plaintiffs did not file an opposition to the motion; and

WHEREAS, the court concludes that it would be in the interest of justice to permit the Outside Directors to address the subject matter jurisdiction issues raised in the plaintiffs' sur-reply;

IT IS HEREBY ORDERED that:

1. The defendants' Motion for Leave to File a Response to the Plaintiffs' Sur-Reply (D.I. 63) is GRANTED.
2. The defendants shall file a five-page response, addressing only the subject matter jurisdiction defense and raising no new issues, within three (3) days of the date of this Order.
3. The court will not permit any further briefing on the subject matter jurisdiction issue or the pending motion to dismiss.

Dated: January 11, 2007

/s/ Gregory M. Sleet
UNITED STATES DISTRICT JUDGE